

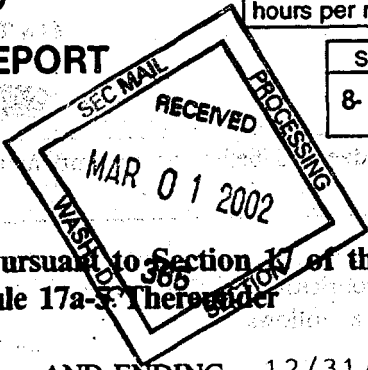


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UNITED STATES  
AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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**ANNUAL AUDITED REPORT  
FORM X-17A-5  
PART III**



SEC FILE NUMBER  
8 49134

FACING PAGE

Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING 01/01/01 AND ENDING 12/31/01  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER:

Wilbanks Securities, Inc.

OFFICIAL USE ONLY  
FIRM ID. NO.

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

4334 NW Expressway, Ste 222

(No. and Street)

Oklahoma City,

Oklahoma

73116-1516

(City)

(State)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

Randall Lee Wilbanks

(405) 842-0202

(Area Code — Telephone No.)

**B. ACCOUNTANT IDENTIFICATION**

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*

Knol, Mark J.

(Name — if individual, state last, first, middle name)

1900 NW Expressway, Ste 850

Oklahoma City, Ok

73118-1804

(Address)

(City)

(State)

Zip Code)

CHECK ONE:

- Certified Public Accountant
- Public Accountant
- Accountant not resident in United States or any of its possessions.

**PROCESSED**  
MAR 27 2002

FOR OFFICIAL USE ONLY  
THOMSON FINANCIAL

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See section 240.17a-5(e)(2).

Handwritten initials/signature

## OATH OR AFFIRMATION

I, Randall Lee Wilbanks, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Wilbanks Securities, Inc., as of

December 31, 2001, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:

None

Randall Wilbanks  
Signature

Vice President/Compliance Officer  
Title

[Signature] 9902  
Notary Public  
CALIFORNIA

This report\*\* contains (check all applicable boxes):

- (a) Facing page.
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Changes in ~~Financial Condition~~ Cash Flows
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietor's Capital.
- (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- (g) Computation of Net Capital
- (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- (i) Information Relating to the Possession or control Requirements Under Rule 15c3-3.
- (j) A Reconciliation, including appropriate explanation, of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- (l) An Oath or Affirmation.
- (m) A copy of the SIPC Supplemental Report.
- (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

\*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

**WILBANKS SECURITIES, INC.**

**FINANCIAL STATEMENTS  
AND INDEPENDENT AUDITOR'S REPORT**

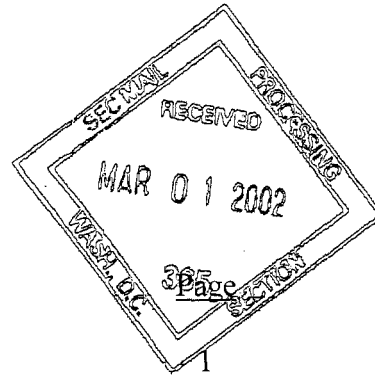
**December 31, 2001**

**KNOL & MINNEY, PLLC  
50 PENN PLACE, SUITE 850  
OKLAHOMA CITY, OK 73118**

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WILBANKS SECURITIES, INC.

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**KNOL & MINNEY, PLLC**  
**CERTIFIED PUBLIC ACCOUNTANTS**

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**INDEPENDENT AUDITORS' REPORT**

To the Board of Directors  
**WILBANKS SECURITIES, INC.**  
Oklahoma City, Oklahoma

We have audited the accompanying statement of financial condition of **WILBANKS SECURITIES, INC.** as of December 31, 2001, and the related statements of income, changes in stockholders' equity, and cash flows for the year then ended. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of **WILBANKS SECURITIES, INC.** as of December 31, 2001, and the results of its operations and cash flows for the year then ended, in conformity with accounting principles generally accepted in the United States.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in Schedule I and II is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by rule 17a-5 under the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

*Knol & Minney, PLLC*

February 26, 2002

50 PENN PLACE, SUITE 850 OKLAHOMA CITY, OKLAHOMA 73118-1804  
TELEPHONE: 405/840-3279 FAX: 405/840-2665

**WILBANKS SECURITIES, INC.**  
**Statement of Financial Condition**  
**As of December 31, 2001**

ASSETS

CURRENT ASSETS:

Cash and Cash Equivalents	\$ 13,666
Investments	19,750
Accounts Receivables	2,373
Employee Advances	194
Receivable from ADB	<u>21,131</u>
Total Current Assets	<u>57,114</u>

OTHER ASSETS

Furniture and Fixtures	<u>4,792</u>
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Total Assets	<u>\$ 61,906</u>
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LIABILITIES AND SHAREHOLDERS' EQUITY

CURRENT LIABILITIES

Accounts Payable	\$ 1,088
Accrued Expenses	<u>1,011</u>
Total Current Liabilities	<u>2,099</u>

EQUITY

Common Stock	1,500
Additional Paid in Capital	82,835
Retained Earning (Deficit)	<u>(24,528)</u>
Total Equity	<u>59,807</u>

Total Liabilities and Equity	<u>\$ 61,906</u>
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The accompanying notes are an integral part of these financial statements.

**WILBANKS SECURITIES, INC.**  
**Statement of Income**  
**For the Year Ended December 31, 2001**

REVENUES

Commissions	\$ 1,244,860
Interest	114
Investment Gains (Losses)	(875)
Reimbursed Expenses	76,422
Other Revenues	<u>999</u>
Total Revenues	<u>1,321,520</u>

EXPENSES

Commissions	1,152,522
Conferences/Seminars	7,861
Occupancy and Equipment Rental	12,738
Taxes	120
Contract Labor	4,926
Advertising and Promotion	110
Office Expense	5,710
Insurance	26,221
Postage and Freight	3,544
Dues and Licenses	244
Depreciation	2,530
Travel and Entertainment	2,994
Professional Fees	21,873
Wages	48,059
Other Expenses	<u>9,228</u>
Total Expenses	<u>1,298,680</u>
Net Income	<u>\$ 22,840</u>

The accompanying notes are an integral part of these financial statements.

**WILBANKS SECURITIES, INC.**  
**Statement of Changes in Stockholders' Equity**  
**For the Year Ended December 31, 2001**

	<u>Common Stock</u>	<u>Additional Paid in Capital</u>	<u>Retained Earnings</u>
Balance as of December 31, 2000	\$ 1,500	\$ 82,835	\$ (35,668)
Issuance of Common Shares	-	-	-
Capital Distributed to Shareholders	-	-	(11,700)
Net Income	<u>-</u>	<u>-</u>	<u>22,840</u>
Balance as of December 31, 2001	<u>\$ 1,500</u>	<u>\$ 82,835</u>	<u>\$ (24,528)</u>

The accompanying notes are an integral part of these financial statements.



**WILBANKS SECURITIES, INC.**  
**Statement of Cash Flows**  
**For the Year Ended December 31, 2001**

Cash flows from operating activities:

Net Income (Loss)	\$	22,840
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Adjustments to reconcile net loss  
to cash provided by operations:

Decrease in Market Value		5,293
Depreciation		2,530
Increase in Accounts Receivable		1,867
Increase in Receivable from ADB		(10,905)
Increase in Employee Advances		(194)
Decrease in Accrued Liabilities		<u>(120)</u>

Cash provided by operating activities		<u>21,311</u>
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Cash flows from investing activities:

Proceeds from Sale of Investments		(8,150)
Purchase of Investments		<u>4,096</u>
Cash used by investing activities		<u>(4,054)</u>

Cash flows from financing activities:

Distributions		<u>(11,700)</u>
Cash used by financing activities		<u>(11,700)</u>

Total Cash Provided (used)		5,557
Cash and Cash Equivalents at Beginning of Period		<u>8,109</u>
Cash and Cash Equivalents at End of Period	\$	<u><u>13,666</u></u>

The accompanying notes are an integral part of these financial statements.

**WILBANKS SECURITIES, INC.**  
**Notes to Financial Statements**  
**For the Year Ended December 31, 2001**

NOTE 1: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Organization and Operations

Wilbanks Securities, Inc. was incorporated in the State of Oklahoma on March 1, 1996 to engage in marketing and selling investment products and services, and is a member of the National Association of Securities Dealers (NASD).

Depreciation

Depreciation is provided using the straight-line basis using estimated useful lives of five to ten years. Depreciation expense for the period was \$2,530.

Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Actual results may vary from these estimates.

Investments

The company considers all investments held by the company in its own account to be trading securities and are therefore reported at fair value.

Income Taxes

The company has elected and been approved to be subchapter S Corporation. Therefore, each shareholders proportionate share of income or loss is included on their personal return.

Cash Equivalents

For purposes of the Statement of Cash Flows, the company has defined cash equivalents as highly liquid investments, with original maturities of less than thirty days that are not held for sale or used in the ordinary course of business. Cash and cash equivalents also include cash funds held by investment clearing companies.

NOTE 2: SUBORDINATED DEBT

As of December 31, 2001, the company does not have any liabilities that are subordinated to the claims of general creditors. Also, there have been no changes in liabilities subordinated to the claims of general creditors.

**WILBANKS SECURITIES, INC.**  
**Notes to Financial Statements**  
**For the Year Ended December 31, 2001**

NOTE 3: CAPITAL STOCK

The company has authority to issue ten thousand (10,000) shares, having a par value of five dollars (\$5.00) totaling fifty thousand dollars (\$50,000). Currently there are three hundred (300) shares outstanding totaling one thousand five hundred dollars (\$1,500).

NOTE 4: NET CAPITAL REQUIREMENTS

The company is subject to the Securities and Exchange Commissions Uniform Net Capital Rule (rule 15c3-1) which requires the maintenance of minimum net capital and requires that the aggregate indebtedness to net capital shall not exceed 8 times net capital in the first year and 15 times net capital in the years thereafter. As of year end the Company did not have any aggregate indebtedness and therefore the only capital requirement is a minimum of \$5,000.

The company is not required to file a reconciliation between the computation of net capital under rule 15c3-1 and reserve requirements under exhibit A of rule 15c3-3 pursuant to rule 17a-5 (d) (4). The company is exempt under rule 15c3-3(k)(2)(ii).

NOTE 5: RELATED PARTY TRANSACTIONS

During the year the company paid the shareholders of the corporation \$19,365 in commissions. Also, the company shares common ownership with Associates Diversified Brokerage, Inc. (ADB) for the purpose of holding various insurance licenses. During the year, insurance commissions of \$796,816 were collected by ADB. Of that amount, \$745,900 was paid to Wilbanks Securities by ADB as reimbursements for commissions paid by Wilbanks Securities. ADB assessed the company \$40,000 for clearing charges. At year end, ADB owed Wilbanks Securities \$21,131.

NOTE 6: FURNITURE, FIXTURES AND EQUIPMENT

At year end the carrying value of furniture fixtures and equipment consisted of the following.

Equipment	\$ 19,648
Furniture and Fixtures	<u>961</u>
	20,609
Less accumulated depreciation	<u>(15,817)</u>
	<u>\$ 4,792</u>

**WILBANKS SECURITIES, INC.**  
**Notes to Financial Statements**  
**For the Year Ended December 31, 2001**

NOTE 7: COMMITMENTS

Future minimum rental payments under noncancellable operating leases as of are as follows:

<u>Year ended</u>	<u>Amount</u>
2002	<u>\$ 11,561</u>
	<u>\$ 11,561</u>

NOTE 8: INVESTMENTS

Investments at December 31, 2001 consisted of:

<u>Equities &amp; Options</u>	<u>Market Value</u>
American Scandia Advisors	\$ 4,836
Pacific Webworks, Inc.	2
Netmanage, Inc.	1,020
California Amplifier, Inc.	617
Clarus Corporation	1,248
Cymer Incorporated	6,683
Earthlink Incorporated	4,259
Puma Technology, Inc.	258
Terayon Communications Systems	827
	<u>\$ 19,750</u>

**Supplemental Information**

**Schedule I**  
**Wilbanks Securities, Inc.**  
**Computation of Net Capital under Rule 15c3-1**  
**As of December 31, 2001**

Net Capital:

Total Stockholders Equity	<u>\$ 59,807</u>
Total Stockholders Equity Qualified for net capital	59,807
Subordinated loans	<u>-</u>
Total Available Capital	59,807

Nonallowable Assets:

Furniture and Equipment	(4,792)
Accounts receivable	(216)
Other receivables	<u>(21,325)</u>
Tentative Net Capital	33,474

Haircuts:

Money Market Funds	-
Other securities	<u>(3,214)</u>
Net Capital	30,260
Current Net Capital Requirement	<u>(5,000)</u>
Excess Net Capital	<u>\$ 25,260</u>

The accompanying notes are an integral part of this schedule.

**Schedule II**  
**Wilbanks Securities, Inc.**  
**Reconciliation With Focus Report**  
**As of December 31, 2001**

Excess Net Capital per Audit	\$ 25,260
Excess Net Capital per Focus	<u>25,260</u>
Difference	<u>\$ -</u>

The accompanying notes are an integral part of this schedule.

**KNOL & MINNEY, PLLC**  
**CERTIFIED PUBLIC ACCOUNTANTS**

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**INDEPENDENT AUDITORS' REPORT ON  
INTERNAL CONTROL STRUCTURE**

To the Board of Directors  
**Wilbanks Securities, Inc.**  
Oklahoma City, Oklahoma

In planning and performing our audit of the financial statements of **Wilbanks Securities, Inc.** for the year ended December 31, 2001 we considered its internal control structure, including procedures for safeguarding securities in order to determine procedures for the purpose of expressing our opinion on the **Wilbanks Securities, Inc.** financial statements and not to provide assurance on the internal control structure.

We also made a study of the practices and procedures followed by the Company in making the periodic computations of aggregate indebtedness and net capital under rule 17a-3(a)(11) of the Securities and Exchange Commission and the procedures for determining compliance with the exemptive provisions of rule 15c3-3. We did not review the practices and procedures followed by the Company in making the quarterly securities examinations, counts, verifications and comparisons, and the recordation of differences required by rule 17a-13 or in complying with the requirements for prompt payment for securities under section 8 of Regulation T of the Board of Governors of the Federal Reserve System, because the Company does not carry security accounts for customers or perform custodial functions relating to customer securities.

The management of the Company is responsible for establishing and maintaining an internal control structure and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgments by management are required to assess the expected benefits and related costs of internal control structure policies and procedures and of the practices and procedures referred to in the preceding paragraph and to assess whether those practices and procedures can be expected to achieve the Commission's above mentioned objectives. Two of the objectives of an internal control structure and the practices and procedures are to provide management with reasonable, but not absolute, assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition and that transactions are executed in accordance with management's authorization and recorded properly to permit preparation of financial statements in accordance with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.



Because of the inherent limitations in any internal control structure or the practices and procedures referred to above, errors and irregularities may occur and not be detected.

Also, projection of any evaluation of them to future period is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate. Our consideration of the internal control structure would not necessarily disclose all matters in the internal control structure that might be material weakness under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of the one or more of the internal control structure elements does not reduce to a relatively low level of risk that errors or fraud in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted no matters involving the internal control structure that we consider to be a material weakness as defined above.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the Commission to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures were adequate to meet the Commission's objectives.

This report is intended solely for the use of management, the Securities and Exchange Commission, the New York Stock Exchange and other regulatory agencies which rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 and should not be used for any other purposes.

*Kroll & Monney, PLLC*

Oklahoma City, Oklahoma  
February 26, 2002